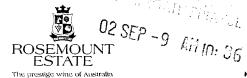
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The Manager
Stop 3-9
Office of International Corporate Finance
Securities and Exchange Commission
450 Fifth Street N W
WASHINGTON D C 20549



23 August 2002

SEC EXEMPTION NO 82-2692

Dear Sir/Madam

SOUTHCORP LIMITED - FILE 82-2692 APPENDIX 3Y – NOTIFICATION OF CHANGE IN DIRECTOR'S SHAREHOLDINGS

SUPPL

We enclose herewith for filing a copy of notice that was lodged with the Australian Stock Exchange today.

The notice is to be filed with respect to the Company's obligation pursuant to Rule 12g3-2(b). Please acknowledge receipt of this letter by stamping and returning the enclosed copy in the self addressed envelope provided for your convenience.

Yours faithfully SOUTHCORP LIMITED

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M M HUDSON

COMPANY SECRETARY

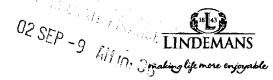
Encl

DW 9/9

cc: Mark R. Saunders, Global Markets Capital Corp.







23 August 2002

Manager Announcements Company Announcements Office Australian Stock Exchange Limited Level 10 20 Bond Street Sydney NSW 2000

Dear Sir/Madam

NOTICE OF DIRECTOR'S INTERESTS

Pursuant to Listing Rule 3.19A.2 and Sections 205G(1)(a) and 205G(4) of the Corporations Act, enclosed please find an Appendix 3Y - Notice of Change in a Director's Interests for Ms H A Lynch.

Yours faithfully **SOUTHCORP LIMITED**

M M HUDSON

COMPANY SECRETARY

Encl.

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	Southcorp Limited		
ABN	80 007 722 643	 -	

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Helen Ann Lynch
Date of last notice	8 January 2002

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Change in direct interest only.
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Direct Interest: Helen Ann Lynch. – 8,207 ordinary shares; Indirect Interest: National Australia Trustees Ltd (Helen Lynch NPS a/c) – 5,000 ordinary shares. Interest arises as a beneficiary of the above superannuation account.
Date of change	21 August 2002
No. of securities held prior to change	13,207
Class	Ordinary
Number acquired	6,000 ordinary shares in the name of Helen Ann Lynch
Number disposed	0
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$33,450

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No. of securities held after change	19,207 - Direct Interest: 14,207 ordinary
	shares;
	Indirect interest: National Australia Trustees
	Ltd (Helen Lynch NPS a/c) – 5,000 ordinary
	shares.
Nature of change	
Example: on-market trade, off-market trade, exercise of options, issue of securities under	On market trade
dividend reinvestment plan, participation in buy-	
back	

Part 2 – Change of director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

⁺ See chapter 19 for defined terms.